

ORIGINAL



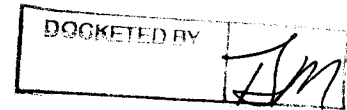
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BEFORE THE ARIZONA CORPORATION COMMISSION

GARY PIERCE
CHAIRMAN
BOB STUMP
COMMISSIONER
SANDRA D. KENNEDY
COMMISSIONER
PAUL NEWMAN
COMMISSIONER
BRENDA BURNS
COMMISSIONER

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IN THE MATTER OF THE APPLICATION
OF MESQUITE POWER, LLC, OR THEIR
ASSIGNEES(S), IN CONFORMANCE WITH
THE REQUIREMENTS OF ARIZONA
REVISED STATUTES 40-360 ET SEQ., FOR
A CERTIFICATE OF ENVIRONMENTAL
COMPATIBILITY AUTHORIZING
CONSTRUCTION OF A NATURAL GAS-
FIRED, COMBINED CYCLE GENERATING
FACILITY ("MESQUITE PROJECT")
LOCATED SOUTH OF ELLIOT ROAD,
APPROXIMATELY ONE MILE EAST OF
WINTERSBURG ROAD AND
APPROXIMATELY 37 MILES WEST OF
THE PHOENIX METROPOLITAN AREA,
NEAR ARLINGTON IN MARICOPA
COUNTY, ARIZONA

DOCKET NO. L-00000S-00-0101

(Case No. 101)

**NOTICE OF TRANSFER OF
CERTIFICATE OF
ENVIRONMENTAL
COMPATIBILITY**

Transferor: Mesquite Power, LLC
101 Ash Street
San Diego, CA 92101-3017
(619) 696-4455
JRowley@SempraUSGP.com

Transferee: Mesquite Power Operations, LLC
101 Ash Street
San Diego, CA 92101-3017
(619) 696-4585
RONeal@SempraUSGP.com


Decision No.: 63232 (December 5, 2000), as amended by Decision No. 71476
(January 26, 2010)

Pursuant to Arizona Revised Statutes § 40-360.08(A) and Arizona Administrative Code Rule R14-3-213(F), the above-listed Transferor and Transferee hereby provide notice to the Arizona Power Plant and Transmission Line Siting Committee of the transfer of the above-referenced Certificate of Environmental Compatibility to the Transferee as of October 31, 2012. As a material condition of this transfer, the Transferee agrees to comply with the terms, limitations and conditions contained within the Certificate of Environmental Compatibility issued to Transferor by the Arizona Power Plant and Transmission Line Siting Committee and the Arizona Corporation Commission. Transferee and Transferor warrant that the signatories identified below are authorized to execute this agreement on their behalf.

Transferee
Mesquite Power Operations, LLC

By 
Ryan D. O'Neal
Its Vice President

Transferor
Mesquite Power, LLC

By 
Joseph H. Rowley
Its Vice President

ORIGINAL and 25 COPIES of the
foregoing hand-delivered for filing this
26th day of September, 2012 to:

Docket Control
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

COPY of the foregoing hand-delivered
this 26th day of September, 2012 to:

Janice Alward, Chief Counsel
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

